TRADEMARK ASSIGNMENT

Electronic Version v1.1
Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	SECURITY INTEREST

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Goody's Family Clothing, Inc.		01/16/2008	CORPORATION: TENNESSEE
Sydoog LLC		01/16/2008	LIMITED LIABILITY COMPANY: DELAWARE
Goody's MS, L.P.		01/16/2008	LIMITED PARTNERSHIP: TENNESSEE

RECEIVING PARTY DATA

Name:	The CIT Group/Business Credit, Inc.
Street Address:	505 Fifth Avenue
City:	New York
State/Country:	NEW YORK
Postal Code:	10017
Entity Type:	CORPORATION: NEW YORK

PROPERTY NUMBERS Total: 60

Property Type	Number	Word Mark
Serial Number:	78165382	MONTANA BLUES
Serial Number:	78833517	PULSE KEEP THE BEAT ON STYLE
Serial Number:	78792143	KID CREW
Serial Number:	77011489	
Serial Number:	78497063	GOODSPORT
Serial Number:	78497068	GOOD SPORTS
Serial Number:	78606925	GOODY'S 4 SHOES
Serial Number:	78377721	
Serial Number:	77057810	OH GOODY
Serial Number:	77079622	OH GOODYS
Registration Number:	2657455	IVY CREW

CH $1515.00 78165382

Registration Number:	1606015	GOODY'S FAMILY CLOTHING
Registration Number:	2704878	MONTANA BLUES JEAN COMPANY
Registration Number:	1949198	GOODYS FAMILY CLOTHING
Registration Number:	3243210	GOODY'S IT'S ALL ABOUT YOU
Registration Number:	2164591	OLD COLLEGE INN
Registration Number:	2230045	GOODY'S LOW PRICE!! DEPARTMENT STORE STYLES DEPARTMENT STORE BRANDS
Registration Number:	2230456	G
Registration Number:	2304724	INTIMATE CLASSICS
Registration Number:	2550376	"INTERNATIONAL" TRADING COMPANY
Registration Number:	2414646	LOW PRICES NEVER LOOKED SO GOOD
Registration Number:	2417094	MBJC
Registration Number:	2542128	MOUNTAIN LAKE JEAN COMPANY
Registration Number:	2529306	GOODY'S
Registration Number:	2561162	MOUNTAIN LAKE
Registration Number:	1662862	YOUR EVERYDAY Y.E.S. SAVINGS BRANDS VALUE QUALITY
Registration Number:	2466590	OCI
Registration Number:	3340736	GOODY'S
Registration Number:	2433048	GOODY'S
Registration Number:	3127899	TAKE A GOOD LOOK
Registration Number:	3149522	DUCK HEAD JEANS CO.
Registration Number:	2644246	RGM
Registration Number:	2678764	ACCESSORY CROSSING
Registration Number:	2697501	ACCESSORY CROSSING
Registration Number:	2561161	MOUNTAIN LAKE CASUALS
Registration Number:	2515145	Y.E.S. YOUR EVERYDAY SAVINGS
Registration Number:	2678909	GOODCLOTHES
Registration Number:	2783189	STERLING REFLECTIONS
Registration Number:	2778010	GOOD KIDZ
Registration Number:	3252368	DENIM PLANET
Registration Number:	2974969	THE BEST TOWEL ON THE BEACH
Registration Number:	3046121	NOW THAT LOOKS GREAT ON YOU
Registration Number:	1941462	
Registration Number:	3079354	

Registration Number:	1468430	
Registration Number:	3051629	
Registration Number:	2675429	DHX
Registration Number:	2675428	DHX SPORT
Registration Number:	0817443	DUCK HEAD
Registration Number:	1651551	DUCK HEAD
Registration Number:	3088621	DHX DRY
Registration Number:	3071997	DUCK HEAD SPORT
Registration Number:	1468429	DUCK HEAD
Registration Number:	1832781	DUCK HEAD
Registration Number:	1949457	DUCK HEAD EXPEDITION 1865
Registration Number:	1951765	EXPEDITION 1865
Registration Number:	1860982	
Registration Number:	3022038	DHJC
Registration Number:	2974640	DUCK HEAD BABY
Registration Number:	3221325	WWW.GOODYSONLINE.COM

CORRESPONDENCE DATA

Fax Number: (312)609-5005

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

Phone: (312) 609-7838

Email: podonoghue@vedderprice.com

Correspondent Name: Patricia O'Donoghue, Vedder Price

Address Line 1: 222 North LaSalle Street

Address Line 2: Suite 2500

Address Line 4: Chicago, ILLINOIS 60601

ATTORNEY DOCKET NUMBER:	27804.00.0028
NAME OF SUBMITTER:	Patricia O'Donoghue
Signature:	/Patricia O'Donoghue/
Date:	01/22/2008

Total Attachments: 17

source=2nd Amended Security Agreement#page1.tif

source=2nd Amended Security Agreement#page2.tif

source=2nd Amended Security Agreement#page3.tif

source=2nd Amended Security Agreement#page4.tif

source=2nd Amended Security Agreement#page5.tif

source=2nd Amended Security Agreement#page6.tif

source=2nd Amended Security Agreement#page7.tif

source=2nd Amended Security Agreement#page8.tif
source=2nd Amended Security Agreement#page9.tif
source=2nd Amended Security Agreement#page10.tif
source=2nd Amended Security Agreement#page11.tif
source=2nd Amended Security Agreement#page12.tif
source=2nd Amended Security Agreement#page13.tif
source=2nd Amended Security Agreement#page14.tif
source=2nd Amended Security Agreement#page15.tif
source=2nd Amended Security Agreement#page16.tif
source=2nd Amended Security Agreement#page17.tif

SECOND AMENDMENT TO
INTELLECTUAL PROPERTY SECURITY AGREEMENT

THIS SECOND AMENDMENT TO INTELLECTUAL PROPERTY SECURITY AGREEMENT (this "Amendment") is entered into as of the 16th day of January, 2008, by and among GOODY'S FAMILY CLOTHING, INC., a Tennessee corporation ("GFCI"), SYDOOG LLC, a Delaware limited liability company ("Sydoog"), and GOODY'S MS, L.P., a Tennessee limited partnership ("Goody's MS", and together with GFCI and Sydoog, collectively referred to herein as the "Grantors" and each individually referred to herein as a "Grantor"), each located at 400 Goody's Lane, Knoxville, Tennessee 37922, and THE CIT GROUP/BUSINESS CREDIT, INC., a New York corporation located at 1211 Avenue of the Americas, New York, New York 11036, as Collateral Agent for the Secured Parties (in such capacity, the "Collateral Agent").

W I T N E S S E T H:

WHEREAS, the Grantors have entered into that certain Intellectual Property Security Agreement dated as of March 8, 2006 in favor of the Collateral Agent (as amended, restated, supplemented or otherwise modified from time to time, the "IP Security Agreement"); and

WHEREAS, the Collateral Agent and the Grantors desire to amend the IP Security Agreement in accordance with this Amendment.

NOW, THEREFORE, for and in consideration of the premises and mutual agreements herein contained and for the purposes of setting forth the terms and conditions of this Amendment, the parties, intending to be bound, hereby agree as follows:

1. Incorporation of the IP Security Agreement. All capitalized terms which are not defined in this Amendment shall have the same meanings as set forth in the IP Security Agreement, and the IP Security Agreement, to the extent not inconsistent with this Amendment, is incorporated herein by this reference as though the same were set forth in its entirety. To the extent any terms and provisions of the IP Security Agreement are inconsistent with the amendment set forth in Section 2 below, such terms and provisions shall be deemed superseded hereby.

2. Amendment of the IP Security Agreement. The parties hereto hereby agree to amend the IP Security Agreement as follows:

(a) *Schedule II to the IP Security Agreement is hereby amended and restated in its entirety, to read as set forth on Schedule II attached hereto.*

3. Ratification. Except as expressly amended hereby, the IP Security Agreement is hereby ratified and confirmed by the parties hereto and remains in full force and effect in accordance with the terms thereof.

4. Representations and Warranties. Each Grantor hereby represents and warrants to the Collateral Agent and the Secured Parties that the representations and warranties contained in the IP Security Agreement are true and correct in all material respects on and as of the date hereof, as though made on and as of such date (except to the extent such representations and

TRADEMARK
REEL: 003701 FRAME: 0188

warranties relate solely to an earlier date in which case such representations and warranties are true and correct in all material respects as of such earlier date).

5. GOVERNING LAW. THIS AMENDMENT AND THE OBLIGATIONS ARISING HEREUNDER SHALL IN ALL RESPECTS, INCLUDING ALL MATTERS OF CONSTRUCTION, VALIDITY AND PERFORMANCE, BE GOVERNED BY, AND CONSTRUED AND ENFORCED IN ACCORDANCE WITH, THE LAWS OF THE STATE OF NEW YORK APPLICABLE TO CONTRACTS MADE AND PERFORMED IN SUCH STATE, AND ANY APPLICABLE LAWS OF THE UNITED STATES OF AMERICA.

6. Counterparts. This Amendment may be executed in two or more counterparts, each of which shall be deemed an original, and all of which together shall constitute one and the same instrument. Delivery of an executed counterpart of this Amendment by facsimile or by ".PDF" shall be equally as effective as delivery of an original executed counterpart of this Amendment.

[SIGNATURE PAGES FOLLOW]

TRADEMARK
REEL: 003701 FRAME: 0189

(Signature Page to Second Amendment to Intellectual Property Security Agreement)

IN WITNESS WHEREOF, the parties hereto have duly executed this Second Amendment to Intellectual Property Security Agreement as of the date first above written.

GRANTORS:

GOODY'S FAMILY CLOTHING, INC.

By:_____
Name: David G. Peek
Title: CFO

SYDOOG LLC

By:_____
Name: Regis J. Hebbeler
Title: Assistant Secretary

GOODY'S MS, L.P.

By: Trebor of TN, LLC
Its: General Partner

By:_____
Name: Regis J. Hebbeler
Title: Vice President/Secretary

CHICAGO/#1736603

(Signature Page to Second Amendment to Intellectual Property Security Agreement)

COLLATERAL AGENT:

THE CIT GROUP/BUSINESS CREDIT, INC., as Collateral Agent

By: _____
Mike Richman
Vice President

CHICAGO/#1736603

(Signature Page to Second Amendment to Intellectual Property Security Agreement)

State of Tennessee)
) ss:
County of Knox)

On this 15th day of January, 2008, before me personally came David G. Peek, to me known who, being by me duly sworn, did depose and say that he is the CFO of GOODY'S FAMILY CLOTHING, INC., a Tennessee corporation, and who executed the foregoing instrument; that said instrument was signed and sealed on behalf of said corporation, and that he acknowledges said instrument to be the free act and deed of said corporation.

Deborah A. Roche'
Notary Public

State of Tennessee)
) ss:
County of Knox)

On this 15th day of January, 2008, before me personally came Regis J. Hebbeler, to me known who, being by me duly sworn, did depose and say that he is the Assistant Secretary of SYDOOG LLC, a Delaware limited liability company, and who executed the foregoing instrument; that said instrument was signed and sealed on behalf of said limited liability company, and that he acknowledges said instrument to be the free act and deed of said limited liability company.

Deborah A. Roche'
Notary Public

State of Tennessee)
) ss:
County of Knox)

On this 15th day of January, 2008, before me personally came Regis J. Hebbeler, to me known who, being by me duly sworn, did depose and say that he is the Vice Presdent/Secretary of Trebor of TN, LLC, the general partner of GOODY'S MS, L.P., a Tennessee limited partnership, and who executed the foregoing instrument; that said instrument was signed and sealed on behalf of said limited partnership, and that he acknowledges said instrument to be the free act and deed of said limited partnership.

Deborah A. Roche'
Notary Public

CHICAGO/#1736603

SCHEDULE II

TRADEMARK REGISTRATIONS AND TRADEMARK APPLICATIONS

US TRADEMARK APPLICATIONS

Trademark	Serial No.	Filing Date	Owner	Status
MONTANA BLUES	78/165,382	9/18/2002	Goody's MS, LP	Pending
PULSE KEEP THE BEAT IN STYLE	78/833,517		Goody's MS, LP	Pending
KIDCREW	78/792143	1/16/2005	Goody's MS, LP	Pending
DUCK HEAD (design)	77/011,489	10/02/2006	Goody's MS, LP	Pending
GOODSPORT	78/497,063	10/8/2004	Goody's MS, LP	Pending
GOOD SPORTS	78/497,068	10/8/2004	Goody's MS, LP	Pending
GOODY'S 4 SHOES	78/606,925	4/12/2005	SYDOOG, LLC	Pending
	78/377,721	3/3/2004	Goody's MS, LP	Abandoned
OH GOODY	77/057,810	12/6/2006	Goody's MS, LP	Pending
OH GOODY'S	77/079,622	12/6/2006	Goody's MS, LP	Pending

US TRADEMARK REGISTRATIONS

Trademark	Reg. No (Serial No.)	Reg./Renewal Date (Filing Date)	Owner	Status
IVY CREW	2,657,455 (74/516,578)	12/10/2002 (4/21/1994)	Goody's MS, LP	Registered
GOODY'S FAMILY CLOTHING	1,606,015 (73/767,438)	7/10/2000 (12/5/1988)	Sydoog, LLC	Registered
MONTANA BLUES JEAN COMPANY & Design	2,704,878 (74/721,899)	4/8/2003 (8/28/1995)	Goody's MS, LP	Registered
GOODY'S FAMILY CLOTHING & Design	1,949,198 (74/647,079)	1/16/2006 (3/15/1995)	Sydoog, LLC	Registered
GOODY'S ITS ALL ABOUT YOU	3,243,210 (76/342,646)	5/22/2007 (11/28/2001)	Goody's MS, LP	Registered
OLD COLLEGE INN	2,164,591 (75/158051)	6/9/1998 (8/29/1996)	Goody's MS, LP	Registered
GOODY'S LOW PRICE!! DEPARTMENT STORE STYLES DEPARTMENT STORE BRANDS & Design	2,230,045 (75/303,413)	3/9/1999 (6/4/1997)	Sydoog LLC	Registered*
G & Arch Design	2,230,456 (75/405,647)	3/9/1999 (12/15/1997)	Goody's MS, LP	Registered
INTIMATE CLASSICS	2,304,724 (75/415,159)	12/28/1999 (1/8/1998)	Goody's MS, LP	Registered
INTERNATIONAL TRADING COMPANY &	2,550,376 (75/583,202)	3/19/2002 (11/5/1998)	Goody's MS, LP	Registered*

\4974326.2

Trademark	Reg. No (Serial No.)	Reg./Renewal Date (Filing Date)	Owner	Status
Design				
LOW PRICES NEVER LOOKED SO GOOD	2,414,646 (75/656,431)	12/19/2000 (3/9/1999)	Goody's MS, LP	Registered*
MBJC	2,417,094 (75/739,459)	1/2/2001 (6/29/1999)	Goody's MS, LP	Registered
MOUNTAIN LAKE JEAN COMPANY	2,542,128 (75/731,813)	2/26/2002 (6/18/1999)	Goody's MS, LP	Registered
GOODY'S (store services)	2,529,306 (76/050,225)	1/15/2012 (5/17/2000)	Sydoog, LLC	Registered
MOUNTAIN LAKE	2,561,162 (76/033,731)	4/16/2012 (4/18/2000)	Goody's MS, LP	Registered
YOUR EVERYDAY SAVINGS/Y.E.S.	1,662,862 (74/103,557)	10/29/1991 (10/5/1990)	Goody's MS, LP	Registered
OCI (shoes)	2,466,590 (75/822,605)	7/3/2001 (10/14/1999)	Goody's MS, LP	Registered
GOODY*S	3,340,736 (77/067,343)	11/20/2007 (12/19/2006)	Sydoog, LLC	Registered
GOODY'S (credit card services)	2,433,048 (75/774,422)	3/6/2001 (8/12/1999)	Sydoog, LLC	Registered
TAKE A GOOD LOOK	3,127,899 (78/493,799)	08/26/2006 (04/10/2004)	Goody's MS, LP	Registered
DUCK HEAD JEANS CO.	3,149,522 (78/404,943)	09/26/2006 (04/20/2004)	Goody's MS, LP	Registered
RGM	2,644,246 (76/253,769)	10/29/2002 (5/8/2001)	Goody's MS, LP	Registered*
ACCESSORY CROSSING	2,678,764 (76/143,527)	1/21/2003 (10/10/2000)	Goody's MS, LP	Registered
ACCESSORY CROSSING	2,697,501 (76/372,081)	3/18/2003 (2/19/2002)	Goody's MS, LP	Registered
MOUNTAIN LAKE CASUALS	2,561,161 (76/033,730)	4/16/2002 (4/18/2000)	Goody's MS, LP	Registered
Y.E.S. YOUR EVERYDAY SAVINGS	2,515,145 (76/217,340)	12/4/2001 (2/27/2001)	Goody's MS, LP	Registered
GOODCLOTHES & Design	2,678,909 (76/275,671)	1/21/2003 (6/22/2001)	Goody's MS, LP	Registered
STERLING REFLECTIONS	2,783,189 (78/111,941)	11/11/2003 (3/1/2002)	Goody's MS, LP	Registered
GOOD KIDZ	2,778,010 (78/188,448)	10/28/2003 (11/25/2002)	Goody's MS, LP	Registered
DENIM PLANET	3,252,368 (78/608,670)	6/12/2007 (4/14/2005)	Goody's MS, LP	Registered
THE BEST TOWEL ON THE BEACH	2,974,969 (78/474,967)	7/19/2005 (8/27/2004)	Goody's MS, LP	Registered
NOW THAT LOOKS	3,046,121	7/19/2005	Goody's MS, LP	Registered

\4974326.2

Trademark	Reg. No (Serial No.)	Reg./Renewal Date (Filing Date)	Owner	Status
GREAT ON YOU	(78/529,991)	(8/27/2004)		
	1,941,462 (74/407,787)	12/12/2005 (6/30/1993)	Goody's MS, LP	Registered
	3,079,354 (78/602,923)	4/11/2006 (4/6/2005)	Goody's MS, LP	Registered
	1,468,430 (73/657,870)	12/8/1997 (4/28/1987)	Goody's MS, LP	Registered
	3,051,629 78/362,303	1/24/06 (2/4/2004)	Goody's MS, LP	Registered
DHX	2,675,429 (76/046,859)	1/14/2003 (5/12/2000)	Goody's MS, LP	Registered
DHX SPORT	2,675,428 (76/046,858)	1/14/2003 (5/12/2000)	Goody's MS, LP	Registered
DUCK HEAD	0817,443 (72/235,327)	10/25/1966 (12/27/1965)	Goody's MS, LP	Registered
DUCK HEAD	1,651,551 (74/081,288)	7/23/1991 (7/23/1990)	Goody's MS, LP	Registered
DHX DRY	3,088,621 (78/447,559)	5/2/2006 (7/8/2004)	Goody's MS, LP	Registered
DUCK HEAD SPORT	3,071,997 (78,418,651)	3/21/2006 (5/14/2004	Goody's MS, LP	Registered
	1,468,429 (73/657,869)	12/8/2017 (4/28/1987)	Goody's MS, LP	Registered
	1,832,781 (74/080,591)	4/26/1994 (7/23/1990)	Goody's MS, LP	Registered[*]
Duck Head EXPEDITION 1865	1,949,457 (74/457,158)	1/16/2016	Goody's MS, LP	Registered
EXPEDITION 1865	1,951,765 (74/457,159)	1/23/2016 (11/12/1993)	Goody's MS, LP	Registered

\4974326.2

Trademark	Reg. No (Serial No.)	Reg./Renewal Date (Filing Date)	Owner	Status
	1,860,982 (74/301,136)	11/1/2004 (8/4/1992)	Goody's MS, LP	Registered*
DHJC	3,022,038 (78/405,399)	11/29/2005 (4/21/2004)	Goody's MS, LP	Registered
DUCK HEAD BABY	2,974,640 (78/419,112)	7/19/2005 (5/14/2004)	Goody's MS, LP	Registered
WWW.GOODYSONLINE.COM	3,221,325 (78/546,412)	3/27/2007 (1/12/2005)	SYDOOG, LLC	Registered

***Not in use; no intention of using in future.**

FOREIGN DUCK HEAD TRADEMARK APPLICATIONS (Pending)

Country	Trademark	Reg. No. (App. No.)	Reg. /Renewal Date (App. Date)	Record Owner	Status
Ecuador	Duck Head	(2729-93)		Goody's Family Clothing, Inc.	Abandoned
Ecuador	Duck Head (Design)	(2822-93)		Goody's Family Clothing, Inc.	Abandoned
India	Duck Head	(704970)		Goody's Family Clothing, Inc.	Pending
Malaysia	Duck Head	(96/04495)		Goody's Family Clothing, Inc.	Pending
Malaysia	Duck Head (Design)	(96/04496)		Goody's Family Clothing, Inc.	Pending
Pakistan	Duck Head	135,352	11/14/2003	Goody's Family Clothing, Inc.	Pending
Pakistan	Duck Head (Design)	135,351	11/14/2003	Goody's Family Clothing, Inc.	Pending

FOREIGN TRADEMARK REGISTRATIONS

Country	Trademark	Reg. No. (App. No.)	Reg./Renewal Date	Record Owner	Registered, Renewed, Pending
Antigua	Duck Head	2,428	9/27/2016	Goody's Family Clothing, Inc.	Registered
Antigua	Duck Head (Design)	(67-96)	9/7/2016	Goody's Family Clothing, Inc.	Registered
Aruba	Duck Head	REG# 25102	6/06/2014	Goody's Family Clothing, Inc.	Registered
Aruba	Duck Head (Design)	REG#	6/06/2014	Goody's Family Clothing, Inc.	Registered
Australia	Duck Head	705991	4/10/2016	Goody's Family Clothing, Inc.	Registered
Australia	Duck Head (Design)	705,990	4/10/2006	Goody's Family Clothing, Inc.	Registered
Barbados	Duck Head	(81/10991)	2/2/2010	Goody's Family Clothing, Inc.	Registered
Barbados	Duck Head (Design)	(81/10992)	2/2/2010	Goody's Family Clothing, Inc.	Registered
Belize	Duck Head	2407.04	6/03/2014	Goody's Family Clothing, Inc.	Registered
Belize	Duck Head (Design)	2408.04	6/03/2014	Goody's Family Clothing, Inc.	Registered
Benelux	Duck Head	476,771	(2/1/2010)	Goody's Family Clothing, Inc.	Registered
Benelux	Duck Head (Design)	470,118	(2/1/2000)	Goody's Family Clothing, Inc.	Registered
British Virgin Islands [Tortola/VI]	Duck Head (Design)	2,205	9/07/2016	Goody's Family Clothing, Inc.	Registered

Country	Trademark	Reg. No. (App. No.)	Reg./Renewal Date	Record Owner	Registered, Renewed, Pending
British Virgin Islands[Tortola/VI]	Duck Head	2,206	9/07/2016	Goody's Family Clothing, Inc.	Registered
Canada	Duck Head	383536 (639943)	4/26/2021	Goody's Family Clothing, Inc.	Registered
Canada	Duck Head	401,986	8/28/1992	Goody's Family Clothing, Inc.	Abandoned (See 383536)
Canada	Duck Head (Design)	388583 (639945)	9/6/2021	Goody's Family Clothing, Inc.	Registered
Canada	Duck Head and Design	404527 (673662)	11/6/1992	Goody's Family Clothing, Inc.	Abandoned (See 388583)
Cayman Island	Duck Head	1,397,329	9/07/2016	Goody's Family Clothing, Inc.	Registered
Cayman Island	Duck Head (Design)	1,397,334	9/07/2016	Goody's Family Clothing, Inc.	Registered
Chile	Baby Duck Head	701111 (renewal Reg. No.) 425.386 (182.270)	4/19/2014	Goody's Family Clothing, Inc.	Registered
Chile	Duck Head	554.119 (401.781)	11/25/2009	Goody's Family Clothing, Inc.	Registered
Chile	Duck Head (Design)	546.455 (391.891)	8/19/2009	Goody's Family Clothing, Inc.	Registered
China	Duck Head	674867	1/26/2014	Goody's Family Clothing, Inc.	Registered
Colombia	Duck Head	318,901	12/9/2015	Goody's Family Clothing, Inc.	Registered
Colombia	Duck Head and Design	318,900	12/9/2005	Goody's Family Clothing, Inc.	Registered
El Salvador	Duck Head	20040052017		Goody's Family Clothing, Inc.	Abandoned

Country	Trademark	Reg. No. (App. No.)	Reg./Renewal Date	Record Owner	Registered, Renewed, Pending
European Community	Duck Head	3810413	4/30/2014	Goody's Family Clothing, Inc.	Registered
European Community	Duck Head (Design)	3810595	4/30/2014	Goody's Family Clothing, Inc.	Registered
France	Duck Head	1,554,022	10/5/2009	Goody's Family Clothing, Inc.	Registered
France	Duck Head (Design)	1,554,014	10/5/2009	Goody's Family Clothing, Inc.	Registered
Germany	Duck Head	1177457	8/03/2009	Goody's Family Clothing, Inc.	Registered
Germany	Duck Head (Design)	1166060	11/30/2009	Goody's Family Clothing, Inc.	Registered
Guyana	Duck Head	14,113A	5/28/2014	Goody's Family Clothing, Inc.	Registered
Guyana	Duck Head (Design)	14,114A	5/28/2014	Goody's Family Clothing, Inc.	Registered
Hong Kong	Duck Head	11303/96	2/08/2014	Goody's Family Clothing, Inc.	Registered
Hong Kong	Duck Head (Design)	01971/95	2/08/2014	Goody's Family Clothing, Inc.	Registered
Italy	Duck Head	915109 (Renewal Reg. No.) (MI-2000-C-007020) 585089 (Prev. Reg. No.)	10/28/2010	Goody's Family Clothing, Inc.	Registered
Italy	Duck Head (Design)	915110 (Renewal Reg. No.) (MI-2000-C-007021) 585090 (Previous Reg. No.)	10/28/2010	Goody's Family Clothing, Inc.	Registered
Jamaica	Duck Head (Design)	45,304	6/04/2014	Goody's Family Clothing, Inc.	Registered

Country	Trademark	Reg. No. (App. No.)	Reg./Ren-ewal Date	Record Owner	Registered, Renewed, Pending
Jamaica	Duck Head	45,305	5/14/2014	Goody's Family Clothing, Inc.	Registered
Japan	Baby Duck Head	4,270,077 (H09-153689)	5/7/2009	Goody's Family Clothing, Inc.	Registered
Japan	Duck Head	4,828,347	12/24/2014	Goody's Family Clothing, Inc.	Registered
Japan	Duck Head (Design)	4,828,348	12/24/2014	Goody's Family Clothing, Inc.	Registered
Japan	Duck Head Expedition 1865	4,629,954 (2002-15587)	12/13/2012	Goody's Family Clothing, Inc.	Registered
Mexico	Duck Head	398582	3/30/2010	Goody's Family Clothing, Inc.	Registered
Mexico	Duck Head and Design	419022	3/30/2010	Goody's Family Clothing, Inc.	Registered
Netherlands Antilles	Duck Head	01770	1/02/2016	Goody's Family Clothing, Inc.	Registered
Netherlands Antilles	Duck Head and Design	01769	1/02/2016	Goody's Family Clothing, Inc.	Registered
Nicaragua	Duck Head	31,959 C.C.	6/23/2015	Goody's Family Clothing, Inc.	Registered
Nicaragua	Duck Head (Design)	27.669 C.C.	2/16/2015	Goody's Family Clothing, Inc.	Registered
Russian Federation	Duck Head	287454	4/21/2005	Goody's Family Clothing, Inc.	Registered
Russian Federation	Duck Head (Design)	298294	5/27/2014	Goody's Family Clothing, Inc.	Registered
Singapore	Duck Head (Design)	T96/04354	5/2/2016	Goody's Family Clothing, Inc.	Registered
South Africa	Duck Head	918,604	10/14/2016	Goody's Family Clothing, Inc.	Registered
South Africa	Duck Head (Design)	918,605	10/14/2011	Goody's Family Clothing, Inc.	Registered

Country	Trademark	Reg. No. (App. No.)	Reg./Ren-ewal Date	Record Owner	Registered, Renewed, Pending
South Africa	Duck Head (Design)	918,606	10/14/2016	Goody's Family Clothing, Inc.	Registered
Sri Lanka	Duck Head	78,474	4/30/2006	Goody's Family Clothing, Inc.	Registered
Sri Lanka	Duck Head (Design)	78,472	4/30/2016	Goody's Family Clothing, Inc.	Registered
St Vincent/ Grenadines	Duck Head	54 / 1996	2/24/2016	Goody's Family Clothing, Inc.	Registered
St Vincent/ Grenadines	Duck Head (Design)	53 / 1996	2/24/2016	Goody's Family Clothing, Inc.	Registered
Suriname	Duck Head and Design	19166	6/14/2014	Goody's Family Clothing, Inc.	Registered
Sweden	Baby Duck Head	237472	7/3/2012	Goody's Family Clothing, Inc.	Registered
Sweden	Baby Duck Head (Design)	237473	7/3/2012	Goody's Family Clothing, Inc.	Registered
Sweden	Duck Head	237474	7/3/1992	Goody's Family Clothing, Inc.	Registered
Sweden	Duck Head (Design)	237475	12/3/2017	Goody's Family Clothing, Inc.	Registered
Taiwan	Duck Head	791188	12/31/2017	Goody's Family Clothing, Inc.	Registered
Trinidad	Duck Head (Design)	25,408	5/02/2016	Goody's Family Clothing, Inc.	Registered
Trinidad	Duck Head (Word)	25,409	6/2/2014	Goody's Family Clothing, Inc.	Registered
Turks-Caicos	Duck Head	13559	4/30/2010	Goody's Family Clothing, Inc.	Registered
Turks-Caicos	Duck Head (Design)	13558	4/30/2010	Goody's Family Clothing, Inc.	Registered

Country	Trademark	Reg. No. (App. No.)	Reg./Renewal Date	Record Owner	Registered, Renewed, Pending
United Kingdom	Duck Head	1397329	9/6/2016	Goody's Family Clothing, Inc.	Registered
United Kingdom	Duck Head (Design)	1397334	9/7/2016	Goody's Family Clothing, Inc.	Registered

DOMAIN NAMES

Domain Name	Registration Date	Expiration Date	Record Owner	Status
Ivycrew.com	11/30/1998	11/30/2009	Goody's Family Clothing	Registered
Goodysonline.com	2/16/1999	2/16/2008	Goody's Family Clothing	Registered
Gdys.com	4/21/1997	4/22/2011	Goody's Family Clothing	Registered
Goodysfamilyclothing.com	5/7/1999	5/7/2011	Goody's Family Clothing	Registered
Duckhead.com	8/6/1996	8/5/2011	Goody's Family Clothing	Registered
Goodys.net	3/13/1998	3/12/2008	Goody's Family Clothing	Registered
Gfc.biz	10/5/2001	12/13/2006	Goody's Family Clothing	(Not Renewed)
Ivycrew.biz	10/5/2001	12/13/2009	Goody's Family Clothing	Registered
Goodysonline.biz	10/5/2001	12/13/2009	Goody's Family Clothing	Registered
Shopgoodys.com	1/17/2005	1/17/2008	Goodys' Family Clothing	Registered
Ohgoody.com	12/24/2006	6/05/2008	Goody's Family Clothing	Registered
Ohboyohgoody.com	1/31/2007	1/31/2009	Goody's Family Clothing	Registered
Ohgoodyohboy.com	1/31/2007	1/31/2009	Goody's Family Clothing	Registered
Ohgoodys.com	12/21/2006	12/21/2008	Goody's Family Clothing	Registered
Ohgoodys.net	12/21/06	12/21/2008	Goody's Family Clothing	Registered
Ohgoodys.org	12/21/06	12/21/2008	Goody's Family Clothing	Registered

Domain Name	Registration Date	Expiration Date	Record Owner	Status
Hotgoods.com	5/18/2005	5/18/2008	Goody's Family Clothing	Registered

COPYRIGHTS

The following is a list of computer software applications owned by Goody's Family Clothing, Inc.

SDG (Merchandise P.O. System)
SYMBOL (Custom Scanner)